

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

**In re:**

**JOANN, INC., *et al.*,<sup>1</sup>**

**Debtors.**

**Chapter 11**

**Case No. 25-10068 (CTG)**

**(Jointly Administered)**

**Re: Docket No. [●]**

**DECLARATION  
OF DISINTERESTEDNESS  
OF KASTNER WESTMAN & WILKINS, LLC  
PURSUANT TO THE ORDER  
AUTHORIZING THE DEBTORS TO RETAIN AND COMPENSATE  
PROFESSIONALS UTILIZED IN THE ORDINARY COURSE OF BUSINESS**

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I, James P. Wilkins, declare under penalty of perjury:

1. I am an attorney with Kastner, Westman & Wilkins, LLC, located at 3550 W. Market Street, Suite 100, Akron, Ohio 44333 (the “Firm”).

2. JOANN Inc. and certain of its affiliates, as debtors and debtors in possession (collectively, the “Debtors”), have requested that the Firm provide labor & employment law services to the Debtors, and the Firm has consented to provide such services.

3. The Firm may have performed services in the past, may currently perform services, and may perform services in the future in matters unrelated to these chapter 11 cases for persons that are parties in interest in the Debtors’ chapter 11 cases. The Firm does not, however, perform

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: JOANN Inc. (5540); Needle Holdings LLC (3814); Jo-Ann Stores, LLC (0629); Creative Tech Solutions LLC (6734); Creativebug, LLC (3208); WeaveUp, Inc. (5633); JAS Aviation, LLC (9570); joann.com, LLC (1594); JOANN Ditto Holdings Inc. (9652); Dittopatterns LLC (0452); JOANN Holdings 1, LLC (9030); JOANN Holdings 2, LLC (6408); and Jo-Ann Stores Support Center, Inc. (5027). The Debtors’ mailing address is 5555 Darrow Road, Hudson, Ohio 44236.

services for any such person relating to these chapter 11 cases, or have any relationship with any such person, their attorneys, or their accountants that would be adverse to the Debtors or their estates.

4. As part of its customary practice, the Firm is retained in cases, proceedings, and transactions involving many different parties, some of whom may represent or be employed by the Debtors, claimants, and parties in interest in these chapter 11 cases.

5. Neither I nor any principal, partner, director, or officer of, or professional employed by, the Firm has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than the principal and regular employees of the Firm.

6. Neither I nor any principal, partner, director, or officer of, or professional employed by, the Firm, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors or their estates with respect to the matter(s) upon which the Firm is to be employed.

7. The Debtors owe the Firm \$140.00 for prepetition services, the payment of which is subject to the limitations contained in title 11 of the United States Code, 11 U.S.C. §§ 101-1532. The Firm has waived, or will waive, any prepetition claims against the Debtors estates.

8. As of the Petition Date, which was the date on which the Debtors commenced these chapter 11 cases, the Firm was retained to provide professional services to the Debtors. The Firm was retained in early 2000 and has consistently performed legal services from then to the present.

9. As of the Petition Date, which was the date on which the Debtors commenced these chapter 11 cases, the Firm was not party to an agreement for indemnification with certain of the Debtors.

10. The Firm is conducting further inquiries regarding its retention by any creditors of the Debtors, and upon conclusion of that inquiry, or at any time during the period of its employment,

if the Firm should discover any facts bearing on the matters described herein, the Firm will supplement the information contained in this Declaration.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Date: March 3, 2025

/s/ James P. Wilkins

James P. Wilkins (Ohio Bar No. 0017517)

[jwilkins@kwwlaborlaw.com](mailto:jwilkins@kwwlaborlaw.com)

KASTNER WESTMAN & WILKINS, LLC

3550 West Market Street, Suite 100

Akron, OH 44333

Phone: (330) 867-9998

Fax: (330) 867-3786

### **CERTIFICATE OF SERVICE**

I hereby certify that on the 4<sup>th</sup> day of March, 2025, the foregoing Declaration of Disinterestedness was filed with the Court's electronic filing system and will be served via the Court's electronic filing system, and via email, to the following:

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| JOANN, Inc.<br>5555 Darrow Road<br>Hudson, Ohio 44236<br>ATTN: Ann Aber, EVP<br>Chief Legal and Human Resources Officer<br><a href="mailto:ann.aber@joann.com">ann.aber@joann.com</a><br><br>Debtors | Kirkland & Ellis LLP<br>601 Lexington Avenue<br>New York, New York 10022<br>ATTN: Aparna Yenamandra, P.C.<br><a href="mailto:aparna.yenamandra@kirkland.com">aparna.yenamandra@kirkland.com</a><br><br>Kirkland & Ellis LLP<br>333 West Wolf Point Plaza<br>Chicago, IL 60654<br>ATTN: Jeffrey Michalik<br><a href="mailto:jeff.michalik@kirkland.com">jeff.michalik@kirkland.com</a><br>ATTN: Lindsey Blumenthal<br><a href="mailto:lindsey.blumenthal@kirkland.com">lindsey.blumenthal@kirkland.com</a><br><br>Proposed Co-Counsel for Debtors |
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| <p>Cole Schotz P.C.<br/> 500 Delaware Avenue, Suite 1410<br/> Wilmington, Delaware 19801<br/> ATTN: Patrick J. Reilley<br/> <a href="mailto:preilley@coleschotz.com">preilley@coleschotz.com</a><br/> ATTN: Stacy L. Newman<br/> <a href="mailto:snewman@coleschotz.com">snewman@coleschotz.com</a><br/> ATTN: Michael E. Fitzpatrick<br/> <a href="mailto:mfitzpatrick@coleschotz.com">mfitzpatrick@coleschotz.com</a><br/> ATTN: Jack M. Dougherty<br/> <a href="mailto:jdougherty@coleschotz.com">jdougherty@coleschotz.com</a></p> <p>Proposed Co-Counsel for Debtors</p> | <p>United States Trustee<br/> 844 King Street, Suite 2207<br/> Lockbox 35<br/> Wilmington, Delaware 19801<br/> ATTN: Malcolm M. Bates<br/> <a href="mailto:malcolm.m.bates@usdoj.gov">malcolm.m.bates@usdoj.gov</a></p>  |
| <p>Morgan, Lewis &amp; Bockius LLP<br/> One Federal Street<br/> Boston, Massachusetts 02110<br/> ATTN: Christopher Carter<br/> <a href="mailto:christopher.carter@morganlewis.com">christopher.carter@morganlewis.com</a><br/> ATTN: Marjorie Crider<br/> <a href="mailto:marjorie.crider@morganlewis.com">marjorie.crider@morganlewis.com</a></p> <p>Counsel to the Prepetition ABL Agent</p>  | <p>Choate Hall &amp; Stewart LLP<br/> 2 International Place<br/> Boston, Massachusetts 02110<br/> ATTN: John Ventola<br/> <a href="mailto:jventola@choate.com">jventola@choate.com</a><br/> ATTN: Jonathan Marshall<br/> <a href="mailto:jmarshall@choate.com">jmarshall@choate.com</a></p> <p>Counsel to the Prepetition FILO Agent</p>   |
| <p>Gibson, Dunn &amp; Crutcher LLP<br/> 200 Park Avenue<br/> New York, New York 10166<br/> ATTN: Scott Greenburg<br/> <a href="mailto:SGreenberg@gibsondunn.com">SGreenberg@gibsondunn.com</a><br/> ATTN: Kevin Liang<br/> <a href="mailto:KLiang@gibsondunn.com">KLiang@gibsondunn.com</a><br/> ATTN: Josh Brody<br/> <a href="mailto:JBrody@gibsondunn.com">JBrody@gibsondunn.com</a></p> <p>Counsel to the Prepetition Term Loan Lender<br/> Ad Hoc Group</p>  | <p>ArentFox Schiff LLP<br/> 1301 Avenue of the Americas, 42<sup>nd</sup> Floor<br/> New York, New York 10019<br/> ATTN: Jeffrey Gleit<br/> <a href="mailto:jeffrey.gleit@afslaw.com">jeffrey.gleit@afslaw.com</a></p> <p>ArentFox Schiff LLP<br/> 1717 K Street NW<br/> Washington, D.C. 20006<br/> ATTN: Jonathan Bagg<br/> <a href="mailto:jonathan.bagg@afslaw.com">jonathan.bagg@afslaw.com</a></p> <p>ArentFox Schiff LLP<br/> 233 South Wacker Drive, Suite 7100<br/> Chicago, Illinois 60606<br/> ATTN: Matthew Bentley<br/> <a href="mailto:matthew.bentley@afslaw.com">matthew.bentley@afslaw.com</a></p> <p>Counsel to the Prepetition Term Loan Agent</p> |

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| <p>Katten Muchin Rosenman LLP<br/>                     50 Rockefeller Plaza<br/>                     New York, New York 10020<br/>                     ATTN: Steven Reisman<br/> <a href="mailto:sreisman@katten.com">sreisman@katten.com</a><br/>                     ATTN: Cindi Giglio<br/> <a href="mailto:cgiglio@katten.com">cgiglio@katten.com</a><br/> <br/>                     Counsel to Gordon Brothers Retail Partners, LLC</p>   | <p>Kelley Drye &amp; Warren LLP<br/>                     3 World Trade Center<br/>                     New York, New York 10007<br/>                     ATTN: Jason Adams<br/> <a href="mailto:jadams@kelleydrye.com">jadams@kelleydrye.com</a><br/>                     ATTN: Maeghan McLoughlin<br/> <a href="mailto:mmcloughlin@kelleydrye.com">mmcloughlin@kelleydrye.com</a><br/>                     ATTN: Connie Choe<br/> <a href="mailto:cchoe@kelleydrye.com">cchoe@kelleydrye.com</a><br/> <br/>                     Proposed Counsel to the Official Committee of Unsecured Creditors</p> |
| <p>Pachulski Stang Ziehl &amp; Jones LLP<br/>                     919 North Market Street, 17<sup>th</sup> Floor<br/>                     P.O. Box 8705<br/>                     Wilmington, Delaware 19899-8705<br/>                     ATTN: Bradford Sandler<br/> <a href="mailto:bsandler@pszjlaw.com">bsandler@pszjlaw.com</a><br/>                     ATTN: James O'Neill<br/> <a href="mailto:joneill@pszjlaw.com">joneill@pszjlaw.com</a><br/> <br/>                     Proposed Counsel to the Official Committee of Unsecured Creditors</p> |  |

*/s/ James P. Wilkins*

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